

11 NOVEMBER 2021

REGISTRATION DOCUMENT SUPPLEMENT

SUPPLEMENT 2/2021



**BARCLAYS BANK PLC**

*(Incorporated with limited liability in England and Wales)*

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This supplement dated 11 November 2021 (the "**Supplement**") constitutes a supplement for the purposes of Article 10(1) and 23(5) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the "**Prospectus Regulation**").

This Supplement is supplemental to and must be read in conjunction with the registration document 8/2021 dated 23 March 2021, as supplemented by Supplement 1/2021 dated 5 August 2021 (together, the "**Registration Document**") prepared for the purposes of giving information with respect to Barclays Bank PLC (the "**Issuer**").

This Supplement supplements the Registration Document, and as a consequence of this, each of the following multipartite base prospectuses (constituted by the Registration Document and a securities note dated the approval date of the respective base prospectus) will be updated: the Issuer's (a) Global Structured Securities Programme Base Prospectus 1B approved on 9 February 2021 (the "**GSSP Base Prospectus 1B**"), (b) Global Structured Securities Programme Base Prospectus 9 approved on 1 July 2021 (the "**GSSP Base Prospectus 9**"), (c) Retail Structured Securities Programme Base Prospectus A (in German, *Basisprospekt A*) approved on 21 May 2021 (the "**RSSP Base Prospectus A**") and (d) Retail Structured Securities Programme Base Prospectus B (in German, *Basisprospekt B*) approved on 14 October 2021 (the "**RSSP Base Prospectus B**").

This Supplement has been approved by the Central Bank of Ireland as competent authority under the Prospectus Regulation. The Central Bank of Ireland only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Supplement. With effect from the date of this Supplement the information appearing in, or incorporated by reference into, the Registration Document shall be supplemented in the manner described below.

Terms defined in the Registration Document shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

In accordance with Article 23(2) and 23(2a) of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities pursuant to each of: (i) the GSSP Base Prospectus 1B, (ii) the GSSP Base Prospectus 9, (iii) RSSP Base Prospectus A and (iv) RSSP Base Prospectus B before this Supplement is published have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances, and should contact the relevant distributor of such securities in connection therewith. The final date of the right of withdrawal will be 16 November 2021.

The purpose of this Supplement is to:

- (a) supplement the section entitled "*Information Incorporated by Reference*" commencing on page 21 of the Registration Document and incorporate by reference into the Registration Document the announcement of the Issuer, as filed with the SEC on Form 6-K on 1 November 2021 in respect of the changes to the Board of Directors (the "**Board Changes Announcement**").

The Board Changes Announcement has been filed with the Central Bank of Ireland and shall be deemed to be incorporated in, and form part of, the Registration Document as supplemented by this Supplement. The Board Changes Announcement may be inspected (i) during normal business hours at Barclays Treasury, 1 Churchill Place, London, E14 5HP, United Kingdom and at the specified office of the Principal Paying Agent, at One Canada Square, London, E14 5AL, United Kingdom during the life of the Registration Document; and (ii) <https://otp.tools.investis.com/clients/us/barclays/SEC/sec-outline.aspx?FilingId=15315926&Cik=0000312070&PaperOnly=0&HasOriginal=1>.

The Board Changes Announcement has also been filed with the SEC and is available in electronic form on the SEC's website at <https://www.sec.gov/Archives/edgar/data/0000312069/000165495421011543/a8709q.htm>;

- (b) amend the sub-section entitled "*Directors*" under the section entitled "*The Issuer, the Barclays Bank Group and the Group*" commencing on page 23 of the Registration Document by replacing it with the following updated information:

<u>"Name</u>	<u>Function(s) within the Issuer</u>	<u>Principal outside activities</u>
Nigel Higgins	Chairman and Non-Executive Director	Group Chairman and Non-Executive Director, Barclays PLC; Chairman, Sadler's Wells; Non-Executive Director, Tetra Laval Group
C.S. Venkatakrishnan	Chief Executive Officer* and Executive Director	Group Chief Executive Officer* and Executive Director, Barclays PLC
Tushar Morzaria	Executive Director	Group Finance Director and Executive Director, Barclays PLC; Non-Executive Director, BP p.l.c.; Member, 100 Group Main Committee; Chair, Sterling Risk Free Reference Rates Working Group
Michael Ashley	Non-Executive Director	Non-Executive Director, Barclays PLC; Non-Executive Director, Barclays Capital Securities Limited; Member, Cabinet Office Board; Member, International Ethics Standards Board for Accountants; Member, ICAEW Ethics Standards Committee; Treasurer, The Scout Association; Member, UK Endorsement Board
Tim Breedon	Non-Executive Director	Non-Executive Director, Barclays PLC; Chair, Barclays Bank Ireland PLC; Non-Executive Director, Barclays Capital Securities Limited; Chairman, Apax Global Alpha Limited; Non-Executive Director, Quilter PLC
Mohamed A. El-Erian	Non-Executive Director	Non-Executive Director, Barclays PLC; Lead Independent Director, Under Armour Inc.; Chief Economic Advisor, Allianz SE; Chairman, Gramercy Funds Management; Senior Advisor, Investcorp Bank BSC; President, Queens' College, Cambridge University
Dawn Fitzpatrick	Non-Executive Director	Non-Executive Director, Barclays PLC; Non-Executive Director, Barclays Capital Securities Limited; Chief Executive Officer and Chief Investment Officer, Soros Fund Management LLC; Member, The New York Federal Reserve's Investor Advisory Committee on Financial Markets; Member, Advisory Board

and Investment Committee of the Open Society Foundations' Economic Justice Programme; Member of Advisory Council, The Bretton Woods Committee

Mary Francis Non-Executive Director

Non-Executive Director, Barclays PLC; Senior Independent Director, PensionBee Ltd; Member of Advisory Panel, The Institute of Business Ethics; Member, UK Takeover Appeal Board

Diane Schueneman Non-Executive Director

Non-Executive Director, Barclays PLC; Non-Executive Director, Barclays US LLC; Chair, Barclays Execution Services Limited

\* This appointment is subject to regulatory approval.

; and

(c) replace the section entitled "Appendix" on pages 27 to 29 of the Registration Document with the following:

**"APPENDIX**

*This appendix to the Registration Document (the "Appendix") has been prepared for the purposes of Article 26(4) of the Prospectus Regulation. This Appendix is to be read as an introduction to the Registration Document.*

*Any decision to invest in debt or derivatives securities of the Issuer should be based on a consideration of the Registration Document as a whole and the terms and conditions of such securities, as set out in the relevant prospectus or other offering document by the investor; the investor could lose all or part of the invested capital; where a claim relating to the information contained in a Registration Document is brought before a court, the plaintiff investor might, under national law, have to bear the costs of translating the Registration Document before the legal proceedings are initiated; civil liability attaches only to those persons who have tabled the Appendix including any translation thereof, but only where the Appendix is misleading, inaccurate or inconsistent, when read together with the other parts of the Registration Document, or where it does not provide, when read together with the other parts of the Registration Document, key information in order to aid investors when considering whether to invest in such securities.*

<b>Key Information on the Issuer</b>
<b>Who is the Issuer of the securities?</b>
<p><b>Domicile and legal form of the Issuer</b> Barclays Bank PLC (the "Issuer") is a public limited company registered in England and Wales under number 1026167. The liability of the members of the Issuer is limited. It has its registered and head office at 1 Churchill Place, London, E14 5HP, United Kingdom (telephone number +44 (0)20 7116 1000). The Legal Entity Identifier (LEI) of the Issuer is G5GSEF7VJP517OUK5573.</p> <p><b>Principal activities of the Issuer</b> The Group's businesses include consumer banking and payments operations around the world, as well as a top-tier, full service, global corporate and investment bank. The Group comprises of Barclays PLC together with its subsidiaries, including the Issuer. The Issuer's principal activity is to offer products and services designed for larger corporate, wholesale and international banking clients.</p> <p>The term the "Group" mean Barclays PLC together with its subsidiaries and the term "<b>Barclays Bank Group</b>" means Barclays Bank PLC together with its subsidiaries.</p> <p><b>Major shareholders of the Issuer</b> The whole of the issued ordinary share capital of the Issuer is beneficially owned by Barclays PLC. Barclays PLC is the ultimate holding company of the Group.</p> <p><b>Identity of the key managing directors of the Issuer</b> The key managing directors of the Issuer are C.S. Venkatakrisnan (Chief Executive Officer* and Executive Director) and Tushar Morzaria (Executive Director).</p>

\* This appointment is subject to regulatory approval.

#### Identity of the statutory auditors of the Issuer

The statutory auditors of the Issuer are KPMG LLP ("KPMG"), chartered accountants and registered auditors (a member of the Institute of Chartered Accountants in England and Wales), of 15 Canada Square, London E14 5GL, United Kingdom.

#### What is the key financial information regarding the Issuer?

The Issuer has derived the selected consolidated financial information included in the table below for the years ended 31 December 2020 and 31 December 2019 from the annual consolidated financial statements of the Issuer for the years ended 31 December 2020 and 2019 (the "Financial Statements"), which have each been audited with an unmodified opinion provided by KPMG. The selected financial information included in the table below for the six months ended 30 June 2021 and 30 June 2020 was derived from the unaudited Interim Results Announcement of the Issuer in respect of the six months ended 30 June 2021.

#### Consolidated Income Statement

	As at 30 June (unaudited)		As at 31 December	
	2021	2020	2020	2019
	(£m)		(£m)	
Net interest income .....	1,523	1,671	3,160	3,907
Net fee and commission income .....	3,200	2,879	5,659	5,672
Credit impairment releases/(charges) .....	288	(2,674)	(3,377)	(1,202)
Net trading income .....	3,467	4,225	7,076	4,073
Profit before tax .....	3,334	1,523	3,075	3,112
Profit/(loss) after tax .....	2,723	1,293	2,451	2,780

#### Consolidated Balance Sheet

	As at 30 June (unaudited)	As at 31 December	
	2021	2020	2019
	(£m)		(£m)
Total assets .....	1,064,337	1,059,731	876,672
Debt securities in issue .....	42,931	29,423	33,536
Subordinated liabilities .....	29,045	32,005	33,425
Loans and advances at amortised cost .....	133,815	134,267	141,636
Deposits at amortised cost .....	249,732	244,696	213,881
Total equity .....	53,696	53,710	50,615

#### Certain Ratios from the Financial Statements

	As at 30 June (unaudited)	As at 31 December	
	2021	2020	2019
	(%)		(%)
Common Equity Tier 1 capital .....	13.9	14.2	13.9
Total regulatory capital .....	21.2	21.0	22.1
CRR leverage ratio .....	3.6	3.9	3.9

#### What are the key risks that are specific to the Issuer?

The Barclays Bank Group has identified a broad range of risks to which its businesses are exposed. Material risks are those to which senior management pay particular attention and which could cause the delivery of the Barclays Bank Group's strategy, results of operations, financial condition and/or prospects to differ materially from expectations. Emerging risks are those which have unknown components, the impact of which could

crystallise over a longer time period. In addition, certain other factors beyond the Barclays Bank Group's control, including escalation of terrorism or global conflicts, natural disasters, pandemics and similar events, although not detailed below, could have a similar impact on the Barclays Bank Group.

- **Material existing and emerging risks potentially impacting more than one principal risk:** In addition to material and emerging risks impacting the principal risks set out below, there are also material existing and emerging risks that potentially impact more than one of these principal risks. These risks are: (i) the impact of COVID-19; (ii) potentially unfavourable global and local economic and market conditions, as well as geopolitical developments; (iii) the UK's withdrawal from the EU; (iv) the impact of interest rate changes on the Barclays Bank Group's profitability; (v) the competitive environments of the banking and financial services industry; (vi) the regulatory change agenda and impact on business model; (vii) the impact of climate change on the Barclays Bank Group's business; and (viii) the impact of benchmark interest rate reforms on the Barclays Bank Group.
- **Credit and Market risks:** Credit risk is the risk of loss to the Barclays Bank Group from the failure of clients, customers or counterparties, to fully honour their obligations to members of the Barclays Bank Group. The Barclays Bank Group is subject to risks arising from changes in credit quality and recovery rates of loans and advances due from borrowers and counterparties in any specific portfolio. Market risk is the risk of loss arising from potential adverse change in the value of the Barclays Bank Group's assets and liabilities from fluctuation in market variables.
- **Treasury and capital risk and the risk that the Issuer and the Barclays Bank Group are subject to substantial resolution powers:** There are three primary types of treasury and capital risk faced by the Barclays Bank Group which are (1) liquidity risk – the risk that the Barclays Bank Group is unable to meet its contractual or contingent obligations or that it does not have the appropriate amount of stable funding and liquidity to support its assets, which may also be impacted by credit rating changes; (2) capital risk – the risk that the Barclays Bank Group has an insufficient level or composition of capital; and (3) interest rate risk in the banking book – the risk that the Barclays Bank Group is exposed to capital or income volatility because of a mismatch between the interest rate exposures of its (non-traded) assets and liabilities. Under the Banking Act 2009, substantial powers are granted to the Bank of England (or, in certain circumstances, HM Treasury), in consultation with the United Kingdom Prudential Regulation Authority, the UK Financial Conduct Authority and HM Treasury, as appropriate as part of a special resolution regime. These powers enable the Bank of England (or any successor or replacement thereto and/or such other authority in the United Kingdom with the ability to exercise the UK Bail-in Power) (the "**Resolution Authority**") to implement various resolution measures and stabilisation options (including, but not limited to, the bail-in tool) with respect to a UK bank or investment firm and certain of its affiliates (as at the date of the Registration Document, including the Issuer) in circumstances in which the Resolution Authority is satisfied that the relevant resolution conditions are met.
- **Operational and model risks:** Operational risk is the risk of loss to the Barclays Bank Group from inadequate or failed processes or systems, human factors or due to external events where the root cause is not due to credit or market risks. Model risk is the risk of potential adverse consequences from financial assessments or decisions based on incorrect or misused model outputs and reports.
- **Conduct, reputation and legal risks and legal, competition and regulatory matters:** Conduct risk is the risk of detriment to customers, clients, market integrity, effective competition or the Barclays Bank Group from the inappropriate supply of financial services, including instances of wilful or negligent misconduct. Reputation risk is the risk that an action, transaction, investment, event, decision or business relationship will reduce trust in the Barclays Bank Group's integrity and competence. The Barclays Bank Group conducts activities in a highly regulated market which exposes it and its employees to legal risk arising from (i) the multitude of laws and regulations that apply to the businesses it operates, which are highly dynamic, may vary between jurisdictions, and are often unclear in their application to particular circumstances especially in new and emerging areas; and (ii) the diversified and evolving nature of the Barclays Bank Group's businesses and business practices. In each case, this exposes the Barclays Bank Group and its employees to the risk of loss or the imposition of penalties, damages or fines from the failure of members of the Barclays Bank Group to

meet their respective legal obligations, including legal or contractual requirements. Legal risk may arise in relation to any number of the material existing and emerging risks summarised above. "



The date of this Supplement is 11 November 2021